### Financial Statements

Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund

Fiscal Years Ended June 30, 2003 and 2002

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund

### **Financial Statements**

## Fiscal years ended June 30, 2003 and 2002

## Contents

Independent Auditors' Report	1
Management's Discussion and Analysis	2
Basic Financial Statements	
	_
Statement of Net Assets	5
Statement of Activities	6
Statement of Cash Flows	7
Notes to Financial Statements	8

## Deloitte.

Deloitte & Touche LLP Suite 1200 2901 N. Central Avenue Phoenix, AZ 85012-2799 USA

Tel: +1 602 234 5100 Fax: +1 602 234 5186 www.deloitte.com

#### INDEPENDENT AUDITORS' REPORT

The Honorable Janet Napolitano Governor of the State of Arizona, and Members of the Legislature

We have audited the accompanying financial statements of the Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund (the "Fund") as of and for the years ended June 30, 2003 and 2002, as listed in the table of contents. These financial statements are the responsibility of the Arizona Department of Transportation's (the "Department") management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1A, the financial statements of the Fund are intended to present the financial position and the changes in financial position and cash flows of only that portion of the business-type activities of the Department that is attributable to the transactions of the Fund. They do not purport to, and do not, present fairly the financial position of the Department as of June 30, 2003 and 2002 and the changes in its financial position and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Fund of the Department as of June 30, 2003 and 2002 and the changes in financial position and cash flows thereof for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The management discussion and analysis on pages 2 through 4 are not a required part of the basic financial statements but are supplementary information required by the accounting principles generally accepted in the United States of America. We have applied certain limited procedures which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Deloitte & Touche LLP
December 4, 2003

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund June 30, 2003 and 2002

#### **Management's Discussion and Analysis**

#### **Financial Highlights**

- The assets of the Highway Expansion and Extension Loan Program (HELP) Fund exceeded its liabilities by \$63,224,779 at the end of fiscal year 2003 as compared to \$83,292,829 at fiscal year end 2002. All of this amount may be used to meet the HELP Fund's operational needs for loans or other financial assistance.
- The HELP Fund's total net assets decreased by \$20,068,050. The majority of the decrease is attributable to a one-time distribution to the state's General Fund of \$20,000,000.
- Total loan amounts of \$116.2 million were disbursed from July 1, 2002, to June 30, 2003. Among the \$116.2 million disbursement, \$34.4 million was disbursed on the Arizona Department of Transportation's I-10/I-19 traffic interchange project, and \$25 million was disbursed for projects on the Maricopa County Regional Freeway System.

#### **Fund Financial Statements**

**Fund accounting** The operations of the HELP Fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund balance, revenues and expenses. Government resources are allocated to and accounted for based upon the purposes for which they are to be spent and the means by which spending activities are controlled. The various transactions are accounted for in one fund type as follows:

**Proprietary funds** Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. An enterprise fund is used by the Arizona Department of Transportation (Department) to account for the HELP operation.

The Department's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

#### **Financial Analysis**

In governmental financial statements, net assets may serve over time as a useful indicator of a government's financial position. The HELP Fund's net assets decreased by \$20,068,050 by the end of fiscal year 2003.

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund June 30, 2003 and 2002

Table 1 Highway Expansion and Extension Loan Program Fund's Net Assets as of June 30, 2003 and 2002

	Business-ty	Business-type Activities				
	2003	2002				
Current assets	\$ 150,813,642	\$ 193,750,984				
Non-current assets	83,979,755	55,099,529				
Total assets	234,793,397	248,850,513				
Other liabilities	151,568,618	21,218				
Non-current liabilities	20,000,000	165,536,466				
Total liabilities	171,568,618	165,557,684				
Net assets:						
Restricted	63,224,779	83,292,829				
Total net assets	\$ 63,224,779	\$ 83,292,829				

All of the HELP Fund's net assets are restricted for loans and other financial assistance.

Table 2
Highway Expansion and Extension Loan Program Fund's Changes in Net Assets for fiscal years ended June 30, 2003 and 2002

	Business-type Activities			
		2003		2002
Revenues:				
Operating revenues:				
Interest on loans receivables	\$	3,881,239	\$	2,226,502
Non-operating revenues:				
Interest on investments		2,399,250		5,540,498
Total revenues		6,280,489		7,767,000
Expenses:				
Operating expenses:				
Interest on notes payable		6,008,600		4,821,052
Other		339,939		443,670
Non-operating expenses:				
Distribution to other state agencies		20,000,000		<u> </u>
Total expenses		26,348,539		5,264,722
Increase < Decrease > in net assets	<	20,068,050>		2,502,278
Net assets - July 1		83,292,829		80,790,551
Net assets - June 30	\$	63,224,779	\$	83,292,829

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund June 30, 2003 and 2002

At the end of fiscal year 2003, the HELP Fund is able to report a positive balance of net assets. There was a decrease of \$20,068,050 in restricted net assets. Most of this decrease (\$20 million) resulted from a one-time transfer to the state General Fund of monies appropriated to the HELP Fund in fiscal year 2000.

The HELP Fund's interest on loans receivables increased by 74 percent by the end of fiscal year 2003. An overall increase in loan disbursements and consequently an increase in loans receivables of \$31 million accounted for the increase in interest on loans receivables. The increase in loans receivables, together with the \$20 million transfer to the state general fund, resulted in a decrease in cash invested with the State Treasurer's office. Therefore, this decrease led to a \$3.1 million decline in interest on investments.

The HELP Fund's interest expense on notes payable increased by 25 percent by the end of fiscal year 2003 due to the outstanding Board Funding Obligation issued late in fiscal year 2002.

**Notes to the financial statements** The notes provide additional information that is essential to a full understanding of the data provided in the fund financial statements. The notes to the financial statements can be found on pages 8-12 of this report.

**Requests for information** This financial report is designed to provide our citizens, taxpayers, customers, investors and creditors with an overview of the Fund's finances. Questions concerning any of the information provided in this report or request for additional financial information should be addressed to the Controller, Arizona Department of Transportation, 206 S. 17<sup>th</sup> Avenue, Phoenix, Arizona, 85007 or by visiting our website at

http://www.dot.state.az.us/ABOUT/fms/helplink.htm.

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund Statement of Net Assets

For the fiscal years ended June 30, 2003 and 2002

Assets         Current assets:         Restricted cash on deposit with the State Treasurer (Note 1C)         \$ 96,010,168         \$ 141,334,598           Receivables:         249,902         666,035           Accrued interest         249,902         666,035           Loans (Note 3A)         52,903,100         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         380,796         177,279           Total current assets         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         83,979,755         55,099,529           Total assets         234,793,307         248,850,513           Liabilities           Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,548,616         21,218           Non-current liabilities         20,000,000         20,000,000           Notes payable (Note 3C)         20,000,000         165,536,466           Total noncurrent liabilities <th></th> <th></th> <th></th>			
Current assets:           Restricted cash on deposit with the State Treasurer (Note 1C)         \$ 96,010,168         \$ 141,334,598           Receivables:         249,902         666,035           Loans (Note 3A)         52,903,160         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         20,000,000         20,000,000           Notes payable (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466     <		2003	2002
Restricted cash on deposit with the State Treasurer (Note 1C)         \$ 96,010,168         \$ 141,334,598           Receivables:         249,902         666,035           Loans (Note 3A)         52,903,160         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:           Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         20,000,000         20,000,000           Non-current liabilities:         20,000,000         165,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities	Assets		_
Restricted cash on deposit with the State Treasurer (Note 1C)         \$ 96,010,168         \$ 141,334,598           Receivables:         249,902         666,035           Loans (Note 3A)         52,903,160         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:           Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         20,000,000         20,000,000           Non-current liabilities:         20,000,000         165,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities	Current assets:		
Receivables:         249,902         666,035           Loans (Note 3A)         52,903,160         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities         20000,000         248,850,513           Current Liabilities:         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:         -         -           Interfund payables (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities	Restricted cash on deposit with the State Treasurer (Note 1C)	\$ 96,010,168	\$ 141,334,598
Loans (Note 3A)         52,903,160         51,019,947           Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         20,000,000         165,536,466           Total liabilities         171,568,618 </td <td><u> </u></td> <td></td> <td></td>	<u> </u>		
Due from other Arizona Department of Transportation funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         Receivables:           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3C)         - 145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	Accrued interest	249,902	666,035
funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:           Receivables:         \$83,979,755         55,099,529           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         4,867         3,905           Compensated absences         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:           Interfund payables (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total hiabilities         20,000,000         165,536,466           Total liabilities         171,568,618	Loans (Note 3A)	52,903,160	51,019,947
funds         1,269,916         553,125           Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:           Receivables:         \$83,979,755         55,099,529           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         4,867         3,905           Compensated absences         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:           Interfund payables (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total hiabilities         20,000,000         165,536,466           Total liabilities         171,568,618	· · · · · · · · · · · · · · · · · · ·		
Due from Arizona counties and cities         380,496         177,279           Total current assets         150,813,642         193,750,984           Non-current assets:         88,979,755         55,099,529           Loans (Note 3A)         83,979,755         55,099,529           Total noncurrent assets         234,793,397         248,850,513           Liabilities           Current Liabilities:         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities:         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total niabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	<u> </u>	1,269,916	553,125
Non-current assets:         Receivables:       83,979,755       55,099,529         Total noncurrent assets       83,979,755       55,099,529         Total assets       234,793,397       248,850,513         Liabilities         Current Liabilities:       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829	Due from Arizona counties and cities		,
Receivables:         Loans (Note 3A)       83,979,755       55,099,529         Total noncurrent assets       83,979,755       55,099,529         Total assets       234,793,397       248,850,513         Liabilities         Current Liabilities:         Accrued payroll and other accrued expenses       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities:       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       - 145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829	Total current assets	150,813,642	193,750,984
Receivables:         Loans (Note 3A)       83,979,755       55,099,529         Total noncurrent assets       83,979,755       55,099,529         Total assets       234,793,397       248,850,513         Liabilities         Current Liabilities:         Accrued payroll and other accrued expenses       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities:       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       - 145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829	Non-current assets:		
Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:           Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829			
Total noncurrent assets         83,979,755         55,099,529           Total assets         234,793,397         248,850,513           Liabilities           Current Liabilities:           Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	Loans (Note 3A)	83,979,755	55,099,529
Liabilities         234,793,397         248,850,513           Current Liabilities:         Accrued payroll and other accrued expenses         4,867         3,905           Compensated absences         18,685         17,313           Notes payable (Note 3C)         151,545,066         -           Total current liabilities         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	` '		
Current Liabilities:       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829			
Current Liabilities:       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829	Liabilities		
Accrued payroll and other accrued expenses       4,867       3,905         Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829			
Compensated absences       18,685       17,313         Notes payable (Note 3C)       151,545,066       -         Total current liabilities       151,568,618       21,218         Non-current liabilities:       20,000,000       20,000,000         Notes payables (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829		4,867	3,905
Notes payable (Note 3C)         151,545,066         -           Total current liabilities         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Interfund payables (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	± •	*	· · · · · · · · · · · · · · · · · · ·
Total current liabilities         151,568,618         21,218           Non-current liabilities:         20,000,000         20,000,000           Interfund payables (Note 3B)         20,000,000         20,000,000           Notes payable (Note 3C)         -         145,536,466           Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	±	,	-
Interfund payables (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829			21,218
Interfund payables (Note 3B)       20,000,000       20,000,000         Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829	Non-current liabilities:		
Notes payable (Note 3C)       -       145,536,466         Total noncurrent liabilities       20,000,000       165,536,466         Total liabilities       171,568,618       165,557,684         Net assets         Restricted for loans and other financial assistance       63,224,779       83,292,829		20.000.000	20.000.000
Total noncurrent liabilities         20,000,000         165,536,466           Total liabilities         171,568,618         165,557,684           Net assets           Restricted for loans and other financial assistance         63,224,779         83,292,829	<b>1</b> • • • • • • • • • • • • • • • • • • •	-	
Total liabilities         171,568,618         165,557,684           Net assets         Restricted for loans and other financial assistance         63,224,779         83,292,829		20,000,000	
Restricted for loans and other financial assistance 63,224,779 83,292,829			
Restricted for loans and other financial assistance 63,224,779 83,292,829	Net assets		
		63,224.779	83,292.829

The notes to the financial statements are an integral part of this statement.

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund Statement of Activities

For the fiscal years ended June 30, 2003 and 2002

	2003	2002
Operating revenues:		
Interest on loans receivables	3,881,239	2,226,502
Total operating revenues	3,881,239	2,226,502
Operating expenses:		
Salaries and related benefits	217,411	251,220
Supplies	1,388	1,043
Professional and outside services	118,463	139,498
Travel	1,561	6,126
Interest on notes payable	6,008,600	4,821,052
Other	1,116	45,783
Total operating expenses	6,348,539	5,264,722
Operating income <loss></loss>	<2,467,300>	<3,038,220>
Non-operating revenues <expenses>:</expenses>		
Interest on investments	2,399,250	5,540,498
Distribution to other state agencies	<20,000,000>	
Total non-operating revenues <expenses></expenses>	<17,600,750>	5,540,498
Changes in net assets	<20,068,050>	2,502,278
Total net assets - July 1	83,292,829	80,790,551
Total net assets - June 30	\$ 63,224,779	\$ 83,292,829

The notes to the financial statements are an integral part of this statement.

## Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund Statement of Cash Flows

For the fiscal years ended June 30, 2003 and 2002

		2003		2002
Cash flows from operating activities:				
Receipts from customers	\$	2,961,231	\$	2,048,346
Receipts from other funds		82,185,273		9,689,351
Receipts from other agencies		3,270,000		3,417,773
Payments to suppliers		<32,873>		<26,863>
Payments to employees		<216,637>		<244,291>
Payments to other funds		<96,475,705>		<75,507,164>
Payments to other agencies		<19,829,986>		<7,037,504>
Other receipts <payments></payments>		<1,116>		<45,785>
Net cash provided <used> by operating activities</used>		<28,139,813>	_	<67,706,137>
Cash flows from noncapital financing activities:				
Distribution to other state agencies		<20,000,000>		-
Distribution from other agencies	_		_	40,000,000
Net cash provided <used> by noncapital</used>				
financing activities		<20,000,000>		40,000,000
Cash flows from investing activities:				
Interest on investments	_	2,815,383	_	5,625,847
Net cash provided by investing activities	_	2,815,383	_	5,625,847
Net increase <decrease> in cash</decrease>		<45,324,430>		<22,080,290>
Cash - July 1		141,334,598		163,414,888
Cash - June 30	\$	96,010,168	\$	141,334,598
Reconciliation of operating income to net cash				
provided <used> by operating activities:</used>	ф	2.467.200	ф	2 020 220
Operating income <loss></loss>	\$	<2,467,300>	\$	<3,038,220>
Net changes in assets and liabilities:				
Receivables		<30,763,439>		<69,323,867>
Due from other Arizona Department of				
Transportation funds		<716,791>		<311,824>
Due from Arizona counties and cities		<203,217>		133,668
Accrued payroll and other accrued expenses		962		<4,259>
Compensated absences		1,372		17,313
Notes payable		6,008,600	_	4,821,052
Net cash provided <used> by operating activities</used>	\$	<28,139,813>	\$	<67,706,137>

The notes to the financial statements are an integral part of this statement.

#### NOTE 1-SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### A. Reporting Entity

The Arizona Department of Transportation (Department) was authorized in 1996 to administer a State Infrastructure Bank under a cooperative agreement with the Federal Highway Administration (FHWA), pursuant to Section 350 of the National Highway System Designation Act of 1995. The Highway Expansion and Extension Loan Program (HELP) was authorized to be established as Arizona's State Infrastructure Bank under Arizona Revised Statutes, Title 28, Chapter 21. The HELP Fund (Fund) was initially capitalized with grants from FHWA and state matching funds.

The HELP is administered by a seven-member advisory committee. The members serve staggered four-year terms and serve no more than two consecutive terms. The committee is charged with reviewing requests for loans and financial assistance, making recommendations to the Transportation Board of the State of Arizona Department of Transportation (Transportation Board) and submitting an annual report to the Governor and State Legislature. Qualified borrowers, which include any political subdivision, the State or its agencies or Indian tribes, may submit loan applications to HELP for eligible projects.

The Transportation Board may make loans or provide other financial assistance to qualified borrowers, including the Department, from monies in the Fund for eligible projects; enter into loan repayment agreements with recipients; and apply for, accept and administer grants and other financial assistance from the United States and from other public and private sources that are made for deposit in the Fund. HELP does not increase the Transportation Board's bonding authority.

The Department is a department of the State of Arizona and is not a legally separate entity. The Department has no component units. The Director of the Department serves as the Chief Administrative Officer and is directly responsible to the Governor. The Governor appoints a seven-member Transportation Board which has responsibility for establishing a complete system of state highway routes and distributing monies for local airport facilities' projects through a grant program.

The Financial Services Division of the Arizona Department of Administration controls expenses and adherence to annual budgets. The State Treasurer invests the cash balances of the Department.

The financial statements present only the funds comprising the Fund and are not intended to present fairly the financial position or results of operations of the Department.

The accounting policies of the Department conform to generally accepted accounting principles in the United States of America (GAAP) as applicable to governmental units. The following is a summary of the more significant policies:

#### NOTE 1-SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

#### B. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The economic resources measurement focus and the accrual basis of accounting are followed for reporting purposes. Under the accrual basis of accounting, revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Federal grants and reimbursements are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met.

The Department uses an enterprise fund to account for the Fund and for its loan distribution operation. The Fund can receive monies from the FHWA along with applicable state matching funds, State Transportation Board Funding Obligations, direct state appropriations and other lawfully available sources. The Transportation Board may use monies in the Fund to make eligible project loans or provide other financial assistance to qualified borrowers; subsidize interest rates; provide other forms and methods of financial assistance; and pay the costs to administer the Fund.

Transactions that would be treated as revenues or expenses if they involved organizations external to the governmental unit are accounted for as revenues or expenses in the funds involved. Transactions which constitute reimbursements of a fund for expenses initially made from that fund, which are properly applicable to another fund, are recorded as expenses in the reimbursing fund and as reductions of the expenses in the fund that is reimbursed.

The preparation of these financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

#### C. Assets, Liabilities, and Net Assets

#### Deposits and Investments

The cash balance is on deposit with the State Treasurer for pooled investment purposes and is not evidenced by securities that exist in physical or book entry form in the Fund's name. All investments are carried in the name of the State of Arizona. State statutes require the State Treasurer to invest these pooled funds in collateralized time certificates of deposit, repurchase agreements, or obligations of the U.S. Government. All investments are carried at fair value. These balances are not subject to GASB Statement No. 3, *Deposits with Financial Institutions, Investments (including Repurchase Agreements), and Reverse Repurchase Agreements*, classification because they are included in the state's investment pool.

#### NOTE 1-SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-Continued

#### Receivables and Payables

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as interfund receivables/payables. All other outstanding balances between the Fund and the U.S. Government, Arizona counties and cities, and other state agencies are reported as "due to/from".

#### Restricted Assets

Resources of the Fund are classified as restricted assets on the balance sheet because their use is limited by state statutes.

#### Compensated Absences

It is the Department's policy to permit employees to accumulate earned but unused sick leave and vacation benefits. There is no liability for unpaid accumulated sick leave. All vacation pay is accrued when incurred in the proprietary fund financial statements. A liability for these amounts is reported as current liabilities.

Employees are allowed to accumulate up to 240 hours of vacation leave (320 hours for exempt employees) which is paid when vacation is taken or upon termination of employment at the individual's then current rate of pay. For the proprietary funds, all of the outstanding vacation at June 30 is recorded as a current liability.

#### Net Assets

The difference between assets and liabilities is reported as "Net Assets" on the proprietary fund statements.

#### **D.** Revenues and Expenses

Revenues and expenses of proprietary funds are classified as operating and non-operating and as subclassified by object (e.g., salaries, travel, interest on notes payable, etc). Operating revenues and expenses generally result from providing services and producing and delivering goods. All other revenues and expenses are reported as non-operating.

#### NOTE 2-STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

The expenses of the Fund are not governed by appropriations of the state legislature and therefore are not subject to the limitations of a legally adopted budget.

### **NOTE 3-DETAILED NOTES**

### A. Loans Receivables

Loans receivables represent loans made pursuant to Loan Repayment Agreements. Thirty-four loans have balances outstanding or are pending as of June 30, 2003, as follows:

PROJECT SPONSOR	LOAN DATE	INTEREST RATE*	AUTHORIZED LOAN AMOUNT	FINAL MATURITY	DRAWS TO DATE	OUTSTANDING LOAN BALANCE	DUE WITHIN ONE YEAR
TOWN OF CHINO VALLEY	03/17/2000	4.50%	\$ 300,000	Jan-05	\$ 300,000	\$ 120,000	\$ 60,000
ADOT	05/19/2000	3.46%	5,707,000	Mar-04	5,165,861	2,157,414	2,157,414
ADOT	05/19/2000	1.77%	5,285,000	Jun-05	5,285,000	1,000,000	1,000,000
ADOT/CITY OF PHOENIX	11/17/2000	2.48%	22,500,000	Jun-05	22,500,000	22,500,000	15,750,000
SANTA CRUZ COUNTY	01/19/2001	3.11%	1,150,000	Jan-05	643,827	513,827	130,000
ADOT	03/16/2001	3.32%	1,000,000	Jun-04	819,382	479,168	479,168
CITY OF YUMA	04/20/2001	1.65%	1,000,000	Dec-06	1,000,000	800,000	200,000
ADOT	05/18/2001	2.85%	41,900,000	Jul-05	30,430,453	6,199,876	6,199,877
TOWN OF TAYLOR	05/18/2001	3.42%	1,000,000	Jun-05	1,000,000	400,000	300,000
TOWN OF PAYSON	06/15/2001	3.56%	1,100,000	Jul-06	1,100,000	995,795	104,205
CITY OF TUCSON	06/15/2001	2.91%	4,500,000	Jan-06	4,500,000	2,900,000	800,000
CITY OF YUMA	06/15/2001	1.77%	2,000,000	Jul-06	2,000,000	2,000,000	500,000
ADOT	09/21/2001	1.76%	3,216,000	Aug-03	2,031,263	204,048	204,048
ADOT	09/21/2001	2.11%	62,500,000	Jan-06	34,378,381	17,574,923	17,574,923
ADOT	09/21/2001	3.30%	50,000,000	Dec-08	47,000,000	47,000,000	-
PIMA COUNTY	12/14/2001	3.23%	1,400,000	Jul-07	1,400,000	1,100,000	740,000
PIMA COUNTY	12/14/2001	3.23%	3,700,000	Jul-07	3,700,000	2,960,000	300,000
TOWN OF MIAMI	01/18/2002	2.20%	80,000	Jun-05	80,000	80,000	53,500
ADOT	03/15/2002	1.35%	13,855,000	Jun-04	8,481,063	3,281,063	3,281,063
ADOT	03/15/2002	1.14%	500,000	Jan-05	192,334	192,334	192,334
ADOT	03/15/2002	1.56%	4,000,000	Oct-04	2,681,459	2,681,459	-
YAVAPAI COUNTY	03/15/2002	1.83%	4,500,000	Jun-05	4,500,000	4,500,000	2,250,000
ADOT	03/15/2002	To be determined	9,900,000	Jun-04	-	-	-
ADOT	03/15/2002	To be determined	5,500,000	Jun-04	ı	-	-
GILA COUNTY	04/19/2002	1.43%	1,237,500	Mar-09	1,237,500	1,237,500	61,875
GILA COUNTY	04/19/2002	To be determined	600,000	Mar-09	-	-	-
GILA COUNTY	04/19/2002	To be determined	487,500	Mar-09	1	-	-
ADOT	05/17/2002	1.99%	5,000,000	Jun-06	5,000,000	5,000,000	-
CITY OF LAKE HAVASU CITY	06/21/2002	1.18%	789,508	Feb-05	789,508	789,508	394,754
YAVAPAI COUNTY	06/21/2002	2.25%	4,500,000	Jun-06	4,500,000	4,500,000	-
ADOT	06/21/2002	To be determined	650,000	Nov-06	-	-	- ]
TOWN OF ORO VALLEY	08/16/2002	1.19%	1,716,000	Jul-05	1,716,000	1,716,000	- ]
CITY OF SAFFORD	08/16/2002	2.42%	2,000,000	Oct-07	2,000,000	2,000,000	85,000
TOWN OF THATCHER	08/16/2002	1.56%	2,000,000	Oct-07	2,000,000	2,000,000	85,000
TOTAL			\$ 265,573,508		\$ 196,432,031	\$ 136.882.915	\$ 52,903,160

<sup>\*</sup> Interest Rate will be determined on the date of the first draw.

#### **NOTE 3-DETAILED NOTES-Continued**

#### **B.** Interfund Payables

Laws 1999, Chapter 2 (SB 1002) authorized the transfer of \$20,000,000 from the State Highway Fund to the HELP Fund in fiscal year 2000. This amount is shown as Interfund Receivable in the State Highway Fund and Interfund Payable in this Fund. The Interfund Payable is due no later than December 31, 2008.

#### C. Notes Payable

Laws 1999, Chapter 189 (SB 1201) authorized a Board Funding Obligation (BFO) of \$100,000,000 to the Fund in fiscal year 2000. Interest accrued to date is \$10,140,814. The total amount of the BFO and interest is shown as Notes Payable. The principal and accrued interest as of June 30, 2003, are \$55,524,200 (with a maturity date on March 14, 2004) and \$54,616,614 (with a maturity date of June 27, 2004), respectively.

Laws 2001, Chapter 238 (HB 2636) authorized a Board Funding Obligation (BFO) of \$40,000,000 to the Fund in fiscal year 2002. Interest accrued to date is \$1,404,252. The total amount of the BFO and interest is shown as Notes Payable. Both of the principal and interest on the BFO are due no later than May 30, 2004.

#### **NOTE 4-OTHER INFORMATION**

#### A. Contingent Liabilities

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenses which may be disallowed by the grantor cannot be determined at this time although the Fund expects such amounts, if any, to be immaterial.

#### **B.** Subsequent Events

In August 2003, the Fund refunded Board Funding Obligation (BFO) Series 2000 and 2002 to extend the maturity of the outstanding BFOs. BFO Series 2000 totaled \$110,643,301 with accrued interest of \$10,643,301. BFO Series 2002 totaled \$41,574,895 with accrued interest of \$1,574,895.

Laws 2001, Chapter 238 (HB 2636) authorized a Board Funding Obligation (BFO) of \$140,000,000 to the Fund in fiscal year 2004 with maturity dates no later than four years from the disbursement date. Principal in the amount of \$100,000,000 was disbursed in August 2003 and is payable no later than August 2007.